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**UNITED STATES BANKRUPTCY COURT
 DISTRICT OF NEVADA**

In re:
 USA COMMERCIAL MORTGAGE COMPANY,
 Debtor.

Case Nos. BK-S-06-10725 LBR
 Case Nos. BK-S-06-10726 LBR
 Case Nos. BK-S-06-10727 LBR
 Case Nos. BK-S-06-10728 LBR
 Case Nos. BK-S-06-10729 LBR

In re:
 USA CAPITAL REALTY ADVISORS, LLC,
 Debtor.

Chapter 11

In re:
 USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC,
 Debtor.

In re:
 USA CAPITAL FIRST TRUST DEED FUND, LLC,
 Debtor.

In re:
 USA SECURITIES, LLC,
 Debtor.

**EX PARTE MOTION FOR ORDER
 GRANTING EXPEDITED AND
 EMERGENCY HEARINGS ON CERTAIN
 FIRST-DAY MOTIONS AND LIMITING
 NOTICE OF SUCH MOTIONS**

Affects:

- ☒ All Debtors
☐ USA Commercial Mortgage Company
☐ USA Securities, LLC
☐ USA Capital Realty Advisors, LLC
☐ USA Capital Diversified Trust Deed Fund, LLC
☐ USA First Trust Deed Fund, LLC

Date:
 Time:

1 USA Commercial Mortgage Company, USA Capital Realty Advisors, LLC, USA
2 Securities, LLC, USA Capital First Trust Deed Fund, LLC and USA Capital Diversified Trust
3 Deed Fund, Debtors-in-Possession (collectively referred to as the “Debtors”), have filed certain
4 motions (“First Day Motions”) set forth below with the Court and move the Court for the entry of
5 an order setting expedited hearings and limiting notice for such motions as requested below:

6 1. On the date hereof (the “Petition Date”), the Debtors filed voluntary petitions under
7 Chapter 11 of the Bankruptcy Code and each continues as a Debtor-in-Possession herein.

8 2. The Debtors have filed the following First-Day Motions:

9 a. Motion for Joint Administration of the Debtors;

10 b. Motion for Entry of Cash Management Order (“Cash Management
11 Motion”);

12 c. Motion of the Debtors Pursuant to Sections 363(b) and 105(a) of the
13 Bankruptcy Code for Authorization to Pay Prepetition Wages, Compensation and
14 Employee Benefits. (“Employee Motion”); and

15 d. Application for Employment of Mesirov Financial to Manage the Debtors
16 (“Employment Motion”);

17 3. The Debtors believe that the Joint Administration of their cases is in the best
18 interest of creditors and their estates. It will simplify the cases and save expense and costs. Thus,
19 the Debtors request that the Court set a hearing on the Joint Administration Motion at the earliest
20 possible time but no later than the first three days of the case.

21 4. The Debtors assert that it is critical to hear the Employee Motion on an expedited
22 and emergency basis. As explained in the Employee Motion, the Debtors fear that without
23 approval of their request to pay their employees pre-petition amounts and continue benefits that
24 they will suffer irreparable harm from employee attrition. Thus, the Debtors request a hearing as
25 soon as possible but no later than the first three days of the case.

26 5. The Debtors’ have historically used the consolidated cash management system
27 explained in the Cash Management Motion. Because this cash management system is essential to
28

1 the Debtors' operations, the Debtors request that the Cash Management Motion be heard as soon
2 as possible but no later than the first three days of the case.


3 6. The Employment Motion seeks to approve the employment of Mesirow Interim
4 Management and the appointment of Thomas J. Allsion as the Debtors' Chief Restructuring
5 Officer. The Debtors request that the Court set a hearing on this Motion at the earliest possible
6 time but no later than the first three days of the case.

7 7. The combined mailing matrices for the Debtors set forth approximately 6,900
8 creditors, equity security holders and other parties in interest.

9 8. In order to avoid unnecessary expense at this stage of the case by providing notice
10 to all creditors, equity security holders and other parties in interest, the Debtors have compiled a
11 service list which includes the twenty largest creditors from each of their cases, the twenty largest
12 equity security holders from the three Debtors who have equity security holders, and the United
13 States Trustee. The Debtors request that the Court approve these persons and entities as the
14 persons and entities to receive **notice** but not a copy of the First-Day Motions and that service may
15 be made on them by facsimile to those parties for which the Debtors have facsimile numbers or
16 overnight mail to those parties for which the Debtors have street addresses (because Federal
17 Express will not deliver to post office boxes).

18 WHEREFORE, the Debtors pray that the Court order expedited hearings and set notice as
19 set forth above.

20 Dated: April 14, 2006


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